FAX: 401 277-9600

### HINCKLEY, ALLEN & SNYDER

Attorneys at Law

December 7, 1992

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HAND DELIVERED

DEC 7 1992-10 50 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee Interstate Commerce Commission 1201 Constitution Avenue, NW Room 2303 Washington, DC 20423

Re: Rockland Trust/Edaville Corporation

Dear Ms. Lee:

Enclosed for filing on behalf of Rockland Trust Company, successor to Middleborough Trust Company as Secured Party, please find one original and one copy of the documents described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

- 1. Certified copy of that certain Security Agreement dated March 19, 1986 by and between G.B. Leasing Corp. and Middleborough Trust Company.
- 2. Certified copy of that certain Security Agreement dated March 11, 1987 by and between G.B. Leasing Corp. and Middleborough Trust Company.
- 3. Certified copy of that certain Security Agreement dated July 31, 1987 by and between G.B. Leasing Corp. and Middleborough Trust Company.
- 4. Certified copy of that certain Security Agreement dated October 12, 1988 by and between Edaville Corporation and Middleborough Trust Company.
- 5. Certified copy of that certain Security Agreement dated January 30, 1989 by and between G.B. Leasing Corp. and Middleborough Trust Company.
- 6. Certified copy of that certain Security Agreement dated May 19, 1989 by and between G.B. Leasing Corp. and Middleborough Trust Company.

#### HINCKLEY, ALLEN & SNYDER

Ms. Mildred Lee Page two December 7, 1992

- 7. Certified copy of that certain Security Agreement dated September 14, 1989 by and between G.B. Leasing Corp. and Middleborough Trust Company.
- 8. Certified copy of that certain Security Agreement dated March 8, 1990 by and between G.B. Leasing Corp. and Middleborough Trust Company.
- 9. Certified copy of that certain Security Agreement dated April 10, 1991 by and between G.B. Leasing Corp. and Middleborough Trust Company.

The parties to the above-referenced documents are listed below:

Rockland Trust Company, Secured Party (successor to Middleborough Trust Company) 288 Union Street Rockland, MA 02730

G.B. Leasing Corp., Debtor 60 Water Street Marion, MA 02738

Edaville Corporation, Debtor P.O. Box 7 South Carver, MA 02366

The collateral described in the above-referenced Security Agreements consists of, among other things, railroad rolling stock, locomotives and railroad cars more particularly described therein.

Recording fees will be provided to you by the filing service that is submitting these documents for recording. Please return recorded copies of these documents to the attention of the undersigned. Please contact the undersigned at (401) 274-2000 if you have any questions regarding the enclosed.

Very truly yours,

Shervl Serre

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## DEC 7 1992-10 50 AM

#### <u>CERTIFICATE</u>

#### INTERSTATE COMMERCE COMMISSION

I, Wayne Carvalho , Vice President of Rockland Trust Company (successor to Middleborough Trust Company) (the "Corporation"), do hereby certify that attached hereto as Exhibit A is a true, complete and identical copy of that certain Security Agreement dated March 11, 1987 by and between G.B. Leasing Corp. and the Corporation (the "Agreement"), and that said copy has been compared with the original Agreement and said copy has been found to be identical in all respects to the original Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 27th day of November, 1992

Rockland Trust Company (successor to Middleborough Trust Company)

[Corporate Seal]

Title: Vice President

STATE/COMMONWEALTH OF Rhode Island
COUNTY OF Providence ss:

On this 27th day of November, 1992 before me personally appeared <a href="Wayne Carvalho">Wayne Carvalho</a>, to me personally known, who being by me duly sworn, says that he is the <a href="Vice President">Vice President</a> of Rockland Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing was the free act and deed of said corporation.

Notary Public
My Commission Expires: 9/9/93

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# EXHIBIT A SECURITY AGREEMENT

3 J

Middleborough Trust Company of Middleboro, herein called "Secured Party", and all other liabilities and obligations hereunder of the undersigned, herein called "Debtor, to Middleborough Trust Company of Middleboro, herein called "Secured Party", and all other liabilities and obligations of Debtor to Secured Party of every name and nature whatsoever, direct or indirect, obsolute or contingent, now existing or hereafter arising or acquired, including without limitation the due payment and performance of all liabilities and obligations under a note of even date herewith and all notes given by way of renewal or extension of or in substitution in whole or in part for the same.

for value received, Debtor hereby grants to Secured Party a security interest in all property of Debtor which is now or may hereafter be in Secured Party's possession, including without limitation any deposits, balance of deposits or other sums at any time credited by or due from Secured Party to Debtor, and in Debtor's following described personal property:

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in any and al	additions, accessions	and accretions thereto:a	nd substitutes therefor, all	hereinafter called the "Cal	lateral", and in the pr	oceeds thereo
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G. B. Leasing Corp.
60 Water Street
Marion, MA 02738

Middleborough Trust Company 10 John Glass Jr., Sq. Middleboro, MA 02346

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7. This statement refe	rs to original Financing Statement	No. <u><b>≢676667</b></u>	filed (date)	/18/87_v	ith Sec. of	tate
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☐ C. Release	From the Collateral described	In the Financing State	ement bearing the	above file numbe	r. the Secured Party	Of racord
D. Assignment	The Secured Party of record ha	s assigned the Secured	l Dartu'a clabia la si			Financing :
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Library Corp.

Water Street

Rion, MA 02738

7. This statement refers to original Financing Statement No. 4007

Middleborough Trust Company 10 John Glass, Jr., Sq. Middleboro, MA 02346

2. Secured Party(ies) and address(es)

Helen G. Westergard
Town Clerk, Marion, MA

with Town of Marion

3/18/87

filed (date) \_

B. Termination The Secured 1	inancing Statement bearing the above file number is still Party of record no longer cialms a security interest und	
number.  C. Release From the Coll	lateral described in the Financing Statement bearing th	e above file number, the Secured Party of record
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	Widdlehor:	ough Trust Company
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Signature(s) of Debtor(s)	By Marene L	Signature(s) of Secured Party(les)
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the person filing, as an acknowledgment.	and ones a requeste to here me number, to	are and nour or ming on this copy and return it to
		enter
SFiled for record in the real estate records.	5. Debtor is a Transmitting Utility.	6. No. of Additional Sheets Presented:
Debtor(s) (Let Name First) and address(es)	2. Secured Party(les) and address(es)	3. For Filing Officer (Date, Time, Number, and Filing Office)
		MARCH 18,1987 8:50am #4007
B. Leksing Corp.	Middleborough Trust Company 10 John Glass Jr. Square	
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		TOWN CLERK, MARION, MA. 02738
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		Products of Collateral are also covered.
	TERMINATION STATEMENT	
This statement of termination of financing is pres	ented to a filing officer for filing pursuant to the Uniform	Commercial Code. The Secured Party certifies that the
Secured Party no longer claims a security interes	st under the financing statement bearing the file number	
G.B tensing	Corp. Mil	ddleborough Trust Company
Dated: By Bon	e 7 Southolomais his. By	: MIDWILL TIBLE
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